

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter

7

☐ Check if this an
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

02/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Mynd Spa & Salon, Inc.

2. All other names debtor
used in the last 8 years
Include any assumed
names, trade names and
doing business as names

FKA Red Door Salons, Inc.
FDBA Elizabeth Arden Resort Spas, Inc.

3. Debtor's federal
Employer Identification
Number (EIN) 27-1465718

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of
business

135 West 20th Street
Suite 201
New York, NY 10011

Number, Street, City, State & ZIP Code

New York
County

P.O. Box, Number, Street, City, State & ZIP Code

**Location of principal assets, if different from principal
place of business**

222 South Mill Avenue
Suite 201 Tempe, AZ 85281

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **Mynd Spa & Salon, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

☒ Chapter 7

☐ Chapter 9

☐ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No.

☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attachment	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Mynd Spa & Salon, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes.

Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☐ Funds will be available for distribution to unsecured creditors.

☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☒ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Mynd Spa & Salon, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **March 19, 2020**
MM / DD / YYYY

X /s/ Todd Walter
Signature of authorized representative of debtor

Title **President**

Todd Walter
Printed name

18. Signature of attorney

X /s/ Joseph T. Moldovan
Signature of attorney for debtor

Date **March 19, 2020**
MM / DD / YYYY

Joseph T. Moldovan
Printed name

Morrison Cohen LLP
Firm name

909 Third Avenue
New York, NY 10022-4784
Number, Street, City, State & ZIP Code

Contact phone **(212) 735-8600**

Email address **bankruptcy@morrisoncohen.com**

1868827 NY
Bar number and State

Debtor **Mynd Spa & Salon, Inc.**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

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FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor **OneSource Service, Inc.**

Relationship to you

Affiliated Company

District **Southern District of New York**

When

Case number, if known

Debtor **SAS OneSource, Inc.**

Relationship to you

Affiliated Company

District **Southern District of New York**

When

Case number, if known

Debtor **SASOS Holdings, Inc.**

Relationship to you

Parent Company

District **Southern District of New York**

When

Case number, if known

**United States Bankruptcy Court
Southern District of New York**

In re **Mynd Spa & Salon, Inc.**

Debtor(s)

Case No.

Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Mynd Spa & Salon, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

SASOS Holdings, Inc.
135 West 20th Street
Suite 201
New York, NY 10011

☐ None [*Check if applicable*]

March 19, 2020

Date

/s/ Joseph T. Moldovan

Joseph T. Moldovan

Signature of Attorney or Litigant
Counsel for **Mynd Spa & Salon, Inc.**
Morrison Cohen LLP
909 Third Avenue
New York, NY 10022-4784
(212) 735-8600 Fax:(212) 735-8708
bankruptcy@morrisoncohen.com

MYND SPA & SALON, INC.
F/K/A RED DOOR SALONS, INC.

Unanimous Written Consent of Directors
In Lieu of Special Meeting

March 18, 2020

The undersigned, being all of the members of the Board of Directors (the “**Board**”) of MYND SPA & SALON, INC., an Arizona corporation (the “**Company**”), who would be entitled to notice of a special meeting of the Board for the purpose of taking the actions and adopting the resolutions set forth below, do hereby waive such notice, take the following actions and adopt the following resolutions by unanimous written consent to action without a meeting pursuant to the provisions of Section 10-821 of the Arizona Revised Statutes:

WHEREAS, it is in the best interest of the Company to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 7 of Title 11 of the United States Code.

NOW THEREFORE, be it:

RESOLVED, that Todd Walter, President of the Company, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 7 voluntary bankruptcy case on behalf of the Company; and

BE IT FURTHER RESOLVED, that Todd Walter, President of the Company is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case, and

BE IT FURTHER RESOLVED, that Todd Walter, President of the Company is authorized and directed to employ Joseph T. Moldovan, attorney and the law firm of Morrison Cohen LLP to represent the Company in such bankruptcy case.

This Unanimous Written Consent of Directors may be executed in any number of counterparts and in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one instrument. Facsimile and electronic or e-mail transmissions of executed signatures to this unanimous consent shall be deemed to be the same as an executed original.

[Signature page follows]

IN WITNESS WHEREOF, each of the undersigned has executed this
Unanimous Written Consent as of the date first above written.



Jay Gallozzo

Todd Walter

[Resolutions of the Board of Mynd Spa & Salon, Inc.]

IN WITNESS WHEREOF, each of the undersigned has executed this
Unanimous Written Consent as of the date first above written.

Jay Galluzzo



Todd Walter

[Resolutions of the Board of Mynd Spa & Salon, Inc.]